

Phone # City/State/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) IN OF OPRIORATION (Corporation Name) (Document #) Pick up time Certified Copy Walk in L Photocopy Certificate of Status Mail out Will wait AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATIO Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

ARTICLES OF INCORPORATION

OF

DALTON HOTEL CORP.

98 APR 16 AM 11:55
SECRETARY OF STATE
AND AHASSEE, FLORIDA

The undersigned, acting as Incorporator and desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of this corporation is DALTON HOTEL CORP.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this corporation is 719 Vassar Street, Orlando, Florida 32804, and the mailing address is 719 Vassar Street, Orlando, Florida 32804.

ARTICLE III DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE IV GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock in this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII PRINCIPAL OFFICE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 719 Vassar Street, Orlando, Florida 32804, and the name of the initial registered agent of this corporation at that address is Roy B. Dalton, Jr. The mailing address of the registered agent is 719 Vassar Street, Orlando, Florida 32804.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one (1) director initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors who shall hold office until his successor is duly elected and has qualified is:

Roy B. Dalton, Jr. 719 Vassar Street Orlando, Florida 32804

ARTICLE IX INCORPORATOR

The name and address of the Incorporator of this corporation is:

Roy B. Dalton, Jr. 719 Vassar Street Orlando, Florida 32804

ARTICLE X BY-LAWS

The power to adopt by-laws shall be vested in the Board of Directors.

ARTICLE XI INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE XII AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 3 day of April, 1998.

Roy B. Dalton, Jr.

Incorporator

· ·	
STATE OF FLORIDA	
COUNTY OF ORANGE)
The foregoing instrum B. Dalton, Jr., who is perso identification and who did n	tent was acknowledged before me thisday of April, 1998 by Roy nally known to me or who has produced as of take an oath. NOTARY PUBLIC
•	Typed or Printed Name of Not gonussion # CC 412740 EXPIRES: October 21, 1998 My commission expires: Booded Thru Notary Public Undenvitters
	Serial No., if any?:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for DALTON HOTEL CORP. at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT

Roy B. Dalton

98 APR 16 AM 11:58 SECRETARY OF STATE

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